

MORRISON & FOERSTER LLP
Gary S. Lee
Lorenzo Marinuzzi
Todd M. Goren
Jennifer L. Marines
1290 Avenue of the Americas
New York, New York 10104
Telephone: (212) 468-8000
Facsimile: (212) 468-7900

Counsel for the Debtors and Debtors in Possession

**KRAMER LEVIN NAFTALIS &
FRANKEL LLP**
Kenneth H. Eckstein
Douglas H. Mannal
Stephen D. Zide
1177 Avenue of the Americas
New York, New York 10036
Telephone: (212) 715-3280
Facsimile: (212) 715-8000

*Counsel for the Official Committee of
Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

RESIDENTIAL CAPITAL, LLC, et al.,

Debtors.

Case No. 12-12020 (MG)

Chapter 11

Jointly Administered

NOTICE OF FILING OF REVISED EXHIBIT 2 (LIQUIDATING TRUST AGREEMENT), EXHIBIT 4 (BORROWER CLAIMS TRUST AGREEMENT), EXHIBIT 13 (LIQUIDATING TRUST CAUSES OF ACTION) AND EXHIBIT 15 (BORROWER-RELATED CAUSES OF ACTION) COMPRISING THE PLAN SUPPLEMENT TO THE JOINT CHAPTER 11 PLAN PROPOSED BY RESIDENTIAL CAPITAL, LLC, ET AL. AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS

PLEASE TAKE NOTICE that pursuant to the *Order (I) Approving Disclosure Statement, (II) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject the Plan Proponents’ Joint Chapter 11 Plan, (III) Approving the Form of Ballots, (IV) Scheduling a Hearing on Confirmation of the Plan, (V) Approving Procedures for Notice of the Confirmation Hearing and for Filing Objections to Confirmation of the Plan, and (VI) Granting Related Relief* entered on August 23, 2013 [Docket No. 4809] (the “Disclosure Statement

Approval Order”), the Plan Proponents¹ hereby file certain exhibits, as amended, comprising the Plan Supplement in connection with confirmation of the *Joint Chapter 11 Plan Proposed by Residential Capital, LLC, et al. and the Official Committee of Unsecured Creditors*, as amended, dated August 23, 2013 [Docket No. 4819, Ex. 1] (the “Plan”):

- **Exhibit 2**: Liquidating Trust Agreement
- **Exhibit 4**: Borrower Claims Trust Agreement
- **Exhibit 13**: Liquidating Trust Causes of Action
- **Exhibit 15**: Borrower-Related Causes of Action

PLEASE TAKE FURTHER NOTICE that blacklines of Exhibit 2, Exhibit 4, Exhibit 13, and Exhibit 15, reflecting any and all additions, modifications and/or supplements made to these documents as of October 11, 2013, the date of their original filing, are appended to the clean copy of each such exhibit.

PLEASE TAKE FURTHER NOTICE that the undersigned continue to reserve the right to alter, amend, modify or supplement any document in the Plan Supplement as provided by the Plan; *provided that* if any document in the Plan Supplement is further altered, amended, modified or supplemented in any material respect, the Debtors will file a blackline of such document with the Bankruptcy Court.

PLEASE TAKE FURTHER NOTICE that on **November 19, 2013 at 10:00 a.m. (Prevailing Eastern Time)** or as soon thereafter as counsel may be heard, a hearing will be held before the Honorable Martin Glenn, at the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004 to consider

¹ Capitalized terms used but not defined herein shall have the meanings set forth in the Disclosure Statement Approval Order or the Plan, as applicable.

confirmation of the Plan, including all exhibits thereto and as amended, modified or supplemented from time to time, and for such other and further relief as may be just and proper (the “Confirmation Hearing”).

PLEASE TAKE FURTHER NOTICE that The Confirmation Hearing may be adjourned from time to time by the Court without further notice. Additionally, the Plan may be modified in accordance with the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure and other applicable law, without further notice, prior to or as a result of the Confirmation Hearing.

PLEASE TAKE FURTHER NOTICE that copies of the Plan and the Plan Supplement can be viewed and obtained for a fee via PACER at www.pacer.gov or (without charge) on the Debtors’ restructuring website at www.kccllc.net/rescap.

Dated: November 12, 2013
New York, New York

-and-

/s/ Lorenzo Marinuzzi
Gary S. Lee
Lorenzo Marinuzzi
Todd M. Goren
Jennifer L. Marines
MORRISON & FOERSTER LLP
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New York, New York 10104
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